

**BINDER & SCHWARTZ LLP**

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Company Avoidance Action Trust*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re:

MOTORS LIQUIDATION COMPANY, f/k/a  
GENERAL MOTORS CORPORATION, *et al.*,

Chapter 11

Case No. 09-50026 (MG)  
(Jointly Administered)

Debtors.

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**CERTIFICATE OF NO OBJECTION TO MOTION OF MOTORS LIQUIDATION  
COMPANY AVOIDANCE ACTION TRUST FOR ENTRY OF ORDER PURSUANT TO  
SECTIONS 105 AND 1142 OF THE BANKRUPTCY CODE AND BANKRUPTCY RULE  
3020(d) (I) APPROVING AMENDMENTS TO THE SECOND AMENDED AND  
RESTATED AVOIDANCE ACTION TRUST AGREEMENT, (II) AUTHORIZING THE  
AVOIDANCE ACTION TRUST TO ENTER INTO A CAPITAL PROVISION  
AGREEMENT AND TO GRANT A LIEN TO THE CAPITAL PROVIDERS, AND (III)  
AUTHORIZING THE AVOIDANCE ACTION TRUST AND AVOIDANCE ACTION  
TRUST ADMINISTRATOR TO USE A \$1,750,759.93 SETTLEMENT HOLDBACK  
TO FUND NECESSARY FEES, COSTS AND EXPENSES OF  
THE AVOIDANCE ACTION TRUST**

On June 7, 2017, the Motors Liquidation Company Avoidance Action Trust (the  
“**Avoidance Action Trust**”), filed the Motion for Entry of Order Pursuant to Sections 105 and 1142 of  
the Bankruptcy Code and Bankruptcy Rule 3020(d) (I) Approving Amendments to the Second Amended  
Avoidance Action Trust Agreement, (II) Authorizing the Avoidance Action Trust to Enter into a Capital

Provision Agreement and to Grant a Lien to the Capital Providers, and (III) Authorizing the Avoidance Action Trust to Use a \$1,750,759.93 Settlement Holdback to Fund Necessary Fees, Costs, and Expenses of the Avoidance Action Trust (Bankr. Dkt. No. 13956) (the “**Motion**”).

Pursuant to Rule 9075-2 of the Local Bankruptcy Rules for the Southern District of New York, the undersigned certifies that, as of the date hereof, which is more than forty-eight (48) hours after the objection deadline, Binder and Schwartz LLP (“**Binder & Schwartz**”) has received no objection to the Motion. Following the filing of the Motion, there was a reservation of rights filed by River Birch Capital LLC (the “**River Birch Reservation of Rights**”), which clearly states that “River Birch does not seek relief from this Court in connection with or concerning the Trust’s present application” Bankr. Dkt. No. 13964, at ¶ 1.

The undersigned further certifies that, on June 7, 2017, Binder & Schwartz caused the Motion and Notice of Hearing on the Motion (the “**Notice of Hearing**”) to be served on (a) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, 21st Floor, New York, New York 10004; (b) the DIP Lenders; (c) the other parties in interest in accordance with the *Sixth Amended Order Pursuant to 11 U.S.C. § 105(a) and Fed. R. Bankr. P. 1015(c) and 9007 Establishing Notice and Case Management Procedures*, dated May 5, 2011 [Docket No. 10183]; (d) JPMorgan and each of the Term Loan Defendants, and (e) any other required notice parties under Section 6.1(b)(ii) of the Avoidance Action Trust Agreement.<sup>1</sup> See

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<sup>1</sup> The Avoidance Action Trust Agreement requires notice to “the Trust Monitor, the holders of Units and the holders of Disputed General Unsecured Claims.” Motion, Ex. D § 6.1(d)(ii) (Second Amended Avoidance Action Trust Agreement). However, because of the now-resolved dispute over who is entitled to the proceeds of the Term Loan Avoidance Action, no Units have been issued, and there are no holders of Units. Accordingly, notice has been provided to all potential Unit holders and/or beneficiaries of the Avoidance Action Trust and other interested parties, including the DIP Lenders; the Committee; the holders of Motors Liquidation Company (f/k/a General Motors Company) debentures and notes with the following CUSIP Nos.: 370ESCAN5; 370ESCAJ4; 370ESCAR6; 370ESCAG3; 370ESCAS7; 370ESCAT2; 370ESCAU9; 370ESCAV7; 370ESCAZ8; 370ESCBB0; 370ESCBQ7; 370ESCBT1; 370ESCBW4; 370ESCBS3; 370ESC816; 370ESC774; 370ESC766; 370ESC758; 370ESC741; 370ESC733; 370ESC725; 370ESC717; 370ESC121; 370ESC691; 616ESC AA2; 616ESC AB0; 349ESC AT1; 677ESC AU2;

June 9, 2017 Affidavit of Service (Bankr. Dkt No. 13960); June 13, 2017 Affidavit of Service (Bankr. Dkt. No. 13961).

Pursuant to the Notice of Hearing, responses to the Motion were to be filed with the Court and served on the Avoidance Action Trust no later than June 23, 2017, at 4:00 p.m. (Eastern Time) (the “**Response Deadline**”). The notice specifically stated that if no responses were received by the Response Deadline, then the relief requested in the Motion could be granted without further notice or hearing.

The undersigned further certifies that, as of the date hereof, based upon review of the Court’s docket in this case, no objection to the Motion has been filed and the River Birch Reservation of Rights does not seek relief from the Court in connection with the Motion.

WHEREFORE, the Avoidance Action Trust respectfully requests that, at the earliest convenience of the Court, an order be entered granting the Motion.

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677ESC BC2; 455ESC AB8; 594ESC AQ6; XS0171942757; XS0171943649; CH0008769264 (served through the Depository Trust Company (DTC)); the non-bondholder holders of Allowed General Unsecured Claims (as defined in the Second Amended Avoidance Action Trust Agreement); and any holders of disputed General Unsecured Claims.

Dated: June 27, 2016  
New York, New York

Respectfully submitted,

**BINDER & SCHWARTZ LLP**

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